

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

R. DAVIS HOWE, individually and derivatively,

Plaintiff,

-against-

THE BANK OF NEW YORK MELLON, as Indenture
Trustee, BIMINI CAPITAL MANAGEMENT, INC.,
and HEXAGON SECURITIES LLC,

Defendants,

and THE BANK OF NEW YORK MELLON, as
Indenture Trustee, and PREFERRED TERM
SECURITIES XX, LTD.,

Nominal Defendants.

09 Civ. 10470 (HB)

ECF CASE

DECLARATION OF ROBERT SIDORSKY

ROBERT SIDORSKY, an attorney duly admitted to practice before this Court, declares under penalties of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am a shareholder in the firm of Butzel Long, a professional corporation, counsel for plaintiff R. Davis Howe ("Plaintiff") in this action.

2. I submit this declaration in support of Plaintiff's Consolidated Memorandum in Opposition to the Defendants' and Nominal Defendants' Motions to Dismiss the First Amended Complaint.

3. Annexed hereto as Exhibit 1 is a copy of an email from Jason R. Norton, Senior Vice President of Hexagon Securities LLC, to Hugh Stephens, dated Nov. 20, 2009.

4. Annexed hereto as Exhibit 2 is a copy of a Bimini Capital Management, Inc.'s News Release dated November 9, 2009.

5. Annexed hereto as Exhibit 3 is a copy of Bimini Capital Management, Inc.'s Annual Report on Form 10-K for the fiscal year ended December 31, 2009 filed with the Securities and Exchange Commission on March 15, 2010.¹

6. Annexed hereto as Exhibit 4 is a true and correct copy of a Bimini Capital Management, Inc.'s News Release dated January 19, 2010.

7. Annexed hereto as Exhibit 5 is a copy of a Bimini Capital Management, Inc.'s News Release dated April 5, 2010.

8. Annexed hereto as Exhibit 6 is a copy of excerpts of the Offering Circular of Preferred Term Securities XX, Ltd, dated December 7, 2005.

9. Annexed hereto as Exhibit 7 is a copy of a Notice of Consent Request and Offer to Repurchase from The Bank of New York Mellon to Holders of Notes of Preferred Term Securities XVIII, Ltd.

Dated: New York, New York
April 23, 2010

s/ Robert Sidorsky
Robert Sidorsky

¹ Plaintiff's counsel has inserted page numbers in the 10-K Report for ease of reference.